

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:	)	Chapter 11
)	
U.S. CABLE, INC.	)	Case No. 05-63890
)	
Debtor.	)	Honorable Judge Bruce W. Black
)	
	)	Hearing Date: March 11, 2009
	)	Hearing Time: 10:30 a.m.
In re:	)	Chapter 11
)	
ORIUS TELECOMMUNICATION	)	Case No. 05-63887
SERVICES, INC.)	
	)	Honorable Judge Bruce W. Black
Debtor.)	
	)	Hearing Date: March 11, 2009
	)	Hearing Time: 10:30 a.m.

NOTICE OF MOTION

TO: See Attached Service List

PLEASE TAKE NOTICE that on **Wednesday, March 11, 2009 at 10:30 a.m.** or as soon thereafter as counsel may be heard, we shall appear before the **Honorable Bruce W. Black**, United States Bankruptcy Judge, in the room usually occupied by him as a Courtroom in the Everett McKinley Dirksen United States Courthouse, 219 South Dearborn Street, Chicago, Illinois, or in his absence, before such other Judge who may be sitting in his place and stead and hearing bankruptcy motions, and shall then and there present the accompanying **Motion for Entry of Final Decree and Order Closing Certain Chapter 11 Cases**, a copy of which is attached hereto and is hereby served upon you, and shall pray for the entry of an order in conformity with the prayer of said pleadings.

Dated: March 4, 2009

Respectfully submitted,

THE ORIUS LIQUIDATION TRUST

/s/ Timothy W. Brink
One of Its Attorneys

Forrest B. Lammiman
Timothy W. Brink
Ann Marie Bredin
DLA Piper LLP (US)
203 N. LaSalle Street
Chicago, IL 60601
Tel: (312) 368-6801
Fax: (312) 251-7508
Forrest.Lammiman@dlapiper.com
Timothy.Brink@dlapiper.com
Ann.Bredin@dlapiper.com

CERTIFICATE OF SERVICE

Timothy W. Brink, an attorney, hereby certifies that on March 4, 2009, he caused the foregoing **Motion for Entry of Final Decree and Order Closing Certain Chapter 11 Cases** and the two proposed orders both entitled **Final Decree and Order Closing Case** to be filed electronically. Notice of this filing will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic filing receipt.

Additionally, the following parties were served via United States mail, first class postage prepaid. Parties may access this filing through the Court's CM/ECF system.

/s/ Timothy W. Brink

United States Trustee
219 S. Dearborn #873
Chicago, IL 60604

Matthew J. Botica
Winston & Strawn LLP
35 W. Wacker Drive
Chicago, IL 60601-9703

Deutsche Bank Trust Company Americas,
as Administrative Agent (Attn: R. Wood)
31 W. 52nd Street
New York, NY 10020

Freeborn & Peters LLP
Attn: A. Hammer and T. Fawkes
311 S. Wacker Drive – Suite 3000
Chicago, IL 60606-6677

IL Dept. of Employment Security
Bankruptcy Unit (Attn: D. Johnson)
33 S. State Street
Chicago, IL 60603

Hilco Industrial, LLC
Attn: Eric Kaup
5 Revere Drive – Suite J206
Northbrook, IL 60062

Internal Revenue Service
230 S. Dearborn St. – Mail Stop 5010 CHI
Attn: Genora Reed
Chicago, IL 60604

Schatz Enterprises, Inc.
Attn: David Schatz
700 Schatz Lane (PO Box 92)
Sullivan, MO 63080

Illinois Department of Revenue
Bankruptcy Section, Level 7-425
100 W. Randolph St.
Chicago, IL 60601

McCarthy, Leonard Kaemmerer Owen
McGovern, Striler & Menghini
(Attn: M. Kaemmerer)
400 S. Woods Mill Road – Suite 250
Chesterfield, MO 63017

Rachlis Durham Duff & Adler
Attn: K. Duff and E. Durham
542 S. Dearborn St. – Suite 900
Chicago, IL 60605

Sills Cummis Epstein & Gross PC
Attn: Andrew Sherman
One Riverfront Plaza
Newark, New Jersey 07102

GE Commercial Finance Capital Solutions
Attn: J. Stine, Special Assets
10 Riverway Drive
Danbury, CT 06812

Smith & Brockhage LLP
Attn: Randall Smith
3480 Buskirk Ave. – Suite 200
Pleasant Hill, CA 94523

City Attorney's Office
City of Santa Rosa, California
Attn: B. Farrell and P. Wilson
100 Santa Rosa Ave. – Room 8
Santa Rosa, CA 95402

Gene R. Clark
HSBC Mortgage Services
1270 Northlad Drive – Suite 200
Mendota Heights, MN 55120

Jay A. Kohler
K&M Services
482 Constitution Way – Suite 313
Idaho Falls, ID 83402

Arnall Golden Gregory LLP
Attn: D. Laddin and F. White
171 Seventeenth St. NW – Suite 210
Atlanta, GA 30363-1031

Chapman Cowherd Turner
Attn: Robert Cowherd
903 Jackson Street
Chillicothe, MO 64601

Mathis, Marifian Richter & Grandy
Attn: Mary Lopinot
23 Public Square – Suite 300
Beleville, IL 62220

Vedder Price PC
Attn: E. Prezant and L. Bayles
222 N. LaSalle Street – Suite 2600
Chicago, IL 60601-1003

Riordan McKee & Piper LLC
Attn: H. McKee and M. Gardner
10 N. Dearborn St. – #400
Chicago, IL 60602

Linebarger Goggan Blair & Sampson
Attn: Elizabeth Weller
2323 Bryan Street – Suite 1600
Dallas, TX 75201

Evans Keane LLP
Attn: Jed W. Manwaring
1405 W. Main Street
Boise, ID 83701

Vedder Price PC
Attn: M. Eidelman and R. Lawlor
222 N. LaSalle St. – Suite 2600
Chicago, Ill 60601-1003

Coston & Rademacher
Attn: P. Rademacher and J. Rojas
105 W. Adams – Suite 1400
Chicago, IL 60603

Conway & Mrowiec
Attn: Kenneth A. Cripe
20 S. Clark St. – Suite 750
Chicago, IL 60603

Mark Sorrentino
Maryland Dept. of Labor, Licensing & Reg.
Office of Unemployment Insurance
1100 N. Eutaw St. – Room 401
Baltimore, MD 21201

Thompson Coburn LLP
Attn: F. Buckley and S. Albin
One U.S. Bank Plaza
St. Louis, MO 63101

Vinson & Elkins, LLP
Attn: John F. West
1001 Fannin Street – Suite 2500
Houston, TX 77002

Robinson Waters O'Dorisio
Attn: Anthony L. Leffert
1099 18th Street – Suite 2600
Denver, CO 80202-1926

Thompson Coburn LLP
55 E. Monroe Street
Chicago, IL 60603

Bankruptcy Administration
IKON Financial Services
1738 Bass Road
Macon, GA 31208-3708

Garelli & Associates
Attn: Amy Galvin Grogan
340 W. Butterfield Rd. – Suit 2A
Elmhurst, IL 60126

Linebarger Cogan Blair & Sampson
Attn: John P. Dillman
1301 Travis St. - #300
Houston, TX 77002

Qwest Corporation
Attn: Mark D. Schmidt
700 Mineral Ave., MN B1429
Littleton, CO 80120

Epstein Becker & Green
Attn: Howard A. Wolf-Rodda
1227 25th Street, NW / Suite 700
Washington, DC 20037

Kristie Stamps
c/o Qwest Services Corp.
200 S. 5th Street – Suite 2300
Minneapolis, MN 55402

Epstein Becker & Green
Attn: H. Stucki and K. Ryan
150 N. Michigan Ave.
Chicago, IL 60601

Tennessee Department of Revenue
c/o Attorney General Office
PO Box 20207
Nashville, TN 37202-0207

Riffner Barber Rowden & Manassa
Attn: Timothy Binetti
1834 Walden Office Square - #500
Schaumburg, IL 60173

Jay A. Kohler
1418 W. Colorado Avenue
Idaho Falls, ID 83402

Duane Morris LLP
Attn: John R. Weiss
190 S. LaSalle #3700
Chicago, IL 60603

Goldberg Kohn
Attn: Shira R. Isenberg
55 E. Monroe Street – Suite 3300
Chicago, IL 60603

Crane Heyman Simon Welch & Clar
Attn: Jeffrey C. Dan
135 S. LaSalle St. – Suite 1540
Chicago, IL 60603

Wildman Harrold Allen & Dixon
Attn: Jeffrey L. Gansberg
225 W. Wacker Dr. – Suite 3000
Chicago, IL 60606

Kaye Scholer
Attn: Harold D. Israel
70 W. Madison St. – Suite 4100
Chicago, IL 60602

The Karmel Law Firm
Attn: Jonathan Karmel
221 N. LaSalle St. – Suite 1414
Chicago, IL 60601

Kokoszka & Janczur
Attn: Frank J. Kokoszka
140 S. Dearborn St. – Suite 1610
Chicago, IL 60603

Blau & Bonavich
Attn: Leslie A. Blau
140 S. Dearborn St. – Suite 1610
Chicago, IL 60603

Schuyler Roche PC
Attn: M. Lee and S. Pherson
130 E. Randolph St. – Suite 3800
Chicago, IL 60601

Reno & Zahm
Attn: Ian K. Linnabary
2902 McFarland Road – Suite 400
Rockford, IL 61107

Johnson & Newby
Attn: David A. Newby
39 S. LaSalle St. – Suite 820
Chicago, IL 60603

Bell Boyd & Lloyd
Attn: Sven T. Nylen
70 W. Madison St. – Suite 3100
Chicago, IL 60602

Holland & Knight
Attn: L. Johnson, R. Winter, J. Strouse
131 S. Dearborn St., 30th Floor
Chicago, IL 60603

Fabyanske Westra Hart & Thompson
Attn: Richard G. Jensen
800 N. LaSalle Ave. – Suite 1900
Minneapolis, MN 55402

Missouri Dept. of Revenue
Attn: Steven A. Ginther
301 W. High Street – Room 607
Jefferson City, Mo 65105-0475

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:	) Chapter 11
)
U.S. CABLE, INC.	) Case No. 05-63890
)
Debtor.	) Honorable Judge Bruce W. Black
)
	) Hearing Date: March 11, 2009
	) Hearing Time: 10:30 a.m.
In re:	) Chapter 11
)
ORIUS TELECOMMUNICATION SERVICES, INC.	) Case No. 05-63887
)
Debtor.	) Honorable Judge Bruce W. Black
)
	) Hearing Date: March 11, 2009
	) Hearing Time: 10:30 a.m.

MOTION FOR ENTRY OF FINAL DECREE AND ORDER CLOSING CERTAIN CHAPTER 11 CASES

The Orius Liquidation Trust (the "**Trust**"), by and through Lori Lapin Jones, not individually but solely in her capacity as Trustee of the Orius Liquidation Trust, hereby submits this motion (the "**Motion**") under 11 U.S.C. § 350 and Rule 3022 of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), for entry of a final decree and order (the "**Final Decree and Order**") closing the chapter 11 cases of the above captioned debtors, i.e., U.S. Cable, Inc. and Orius Telecommunication Services, Inc. (the "**Affected Debtors**").

BACKGROUND

1. On December 12, 2005 (the "**Petition Date**"), each of the Debtors¹ filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C.

¹ The Debtors are the following entities: Orius Corp., NATG Holdings, LLC, Orius Telecom Services, Inc., Orius Telecommunication Services, Inc., Orius Central Office Services, Inc., Texor, Inc., CATV Subscriber Services, Inc.,

§§ 101-1532 (as amended, the "**Bankruptcy Code**") with the United States Bankruptcy Court for the Northern District of Illinois, Eastern Division (the "**Court**"), commencing the above-captioned chapter 11 cases.

2. On November 16, 2006, this Court approved the Debtors' Plan.²
3. The Effective Date of the Plan was December 21, 2006.
4. As of the Effective Date, all of the remaining Property of the Estates was transferred to and vested in the Trust. Effective February 1, 2007, Lori Lapin Jones is the Trustee of the Trust.
5. The Court has jurisdiction over this Motion pursuant to 28 U.S.C. § 157 and 1334 and pursuant to Article XI of the Plan. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).
6. The statutory predicates for the relief requested in this Motion are section 350 of the Bankruptcy Code and Rule 3022 of the Bankruptcy Rules.

RELIEF REQUESTED

7. By this Motion, the Trust requests that this Court enter a Final Decree and Order closing the Affected Debtors' cases, both of which have been fully administered. Orius Corp. is the only Debtor whose case will remain open once this Motion is granted.

BASIS FOR RELIEF

8. The Affected Debtors represent all of the Debtors whose cases currently remain open, other than Orius Corp. The Affected Debtors' estates are now fully administered, and all

Hattech, Inc., Channel Communications, Inc., LISN, Inc., Copenhagen Utilities & Construction, Inc., LISN Company and U.S. Cable, Inc.

² Capitalized terms not otherwise defined in this Motion shall have the definitions ascribed to them in the Debtors' Second Amended Joint Plan of Liquidation.

of the Affected Debtors' remaining obligations or duties under the Plan have been fulfilled. Accordingly, it is appropriate to close the Affected Debtors' cases at this time.

APPLICABLE AUTHORITY

9. Section 350(a) of the Bankruptcy Code provides that after an estate is fully administered "the court shall close the case." Bankruptcy Rule 3022 further provides that "[a]fter an estate is fully administered in a chapter 11 reorganization case, the court, on its own motion or on motion of a party in interest, shall enter a final decree closing the case."

10. The concept of "fully administered" means "the point when the estate reaches substantial consummation as defined by section 1101(2) of the Bankruptcy Code." *In re Wade*, 991 F.2d 402, 407, n. 2 (7th Cir. 1992). Section 1101(2) of the Bankruptcy Code provides that:

(2) "substantial consummation" means:

- (A) transfer of all or substantially all of the property proposed by the plan to be transferred;
- (B) assumption by the debtor or by the successor to the debtor under the plan of the business or of the management of all or substantially all of the property dealt with by the plan; and
- (C) commencement of distribution under the plan.

11. In addition, courts have directed that the following events should be considered when determining if an estate has been fully administered: 1) when the order confirming the plan has become final, 2) when deposits have been distributed, 3) when payments under the plan have been commenced and 4) when all motions, contested matters, and adversary proceedings have been resolved. *In re Xpedior Inc.*, 354 B.R. 210, 219 (Bankr. N.D. Ill. 2006).

12. All of the above factors have been met in the Affected Debtor's Chapter 11 cases: the Effective Date of the Plan was December 21, 2006; the Plan required no distribution of deposits; and there are no unresolved motions, contested matters and adversary proceedings involving the Affected Debtors.

13. Pursuant to section 6.3(a) of the Plan and section 1141(b) of the Bankruptcy Code, on the Effective Date, all remaining Property of the Estates, including, without limitation, all Avoidance Actions (excluding Avoidance Actions released under any of Sections 4.9, 11.3, 11.4, 11.5 or 11.6 of the Plan), Causes of Action (excluding Causes of Action released under any of Sections 4.9, 11.3, 11.4, 11.5 or 11.6 of this Plan), causes of action on behalf of the Debtors seeking recovery of the Debtors' accounts receivable, L/C Disputes, the Customer Receivables, the Debtors' equitable and contractual rights, including but not limited to their rights as applicants and account parties, under any letters of credit, all rights of the Debtors under the Plan, the Confirmation Order, and all other orders entered by the Bankruptcy Court in the Chapter 11 Cases on or prior to the Effective Date, and all books and records related to the Estates (collectively, the "**Transferred Assets**"), were transferred to and vested in the Liquidation Trust and are deemed contributed thereto, subject to the terms of the Plan. By filing this Motion and seeking a final decree in the Affected Debtors' cases, the Trust should not be deemed to have abandoned any Transferred Asset. The lead case in the Debtors' jointly administered cases, *In re Orius Corp.*, is not subject to this Motion, and the Trust will not seek entry of a final decree regarding *In re Orius Corp.* until such time as all Transferred Assets have been liquidated.

NOTICE

14. Local Rule 3022-1 provides that "[u]nless the court orders otherwise, debtors or parties in interest moving after chapter 11 plan confirmation either to close the case or enter a final decree shall (1) give notice of such motion to the United States Trustee, any chapter 11 trustee, and all creditors, and (2) state within the notice or motion the actual status of payments due to each class under the confirmed plan." Payments, if any, due to each class of creditor under the Plan who have asserted claims against any of the Affected Debtors shall be made from Orius Corp. (who is not among the Affected Debtors) under the terms of the Plan. Notice of this Motion has been given to: (a) the United States Trustee; (b) counsel to Deutsche Bank Trust Company Americas, as agent for the Prepetition Lenders; (c) former counsel to the Official Committee of Unsecured Creditors; and (d) all parties who have requested notices in the Debtors' cases. In light of the nature of the relief requested, the Trust submits that no further notice is required.

WHEREFORE, the Trust respectfully requests that the Court enter a Final Decree and Order for each of the Affected Debtors, substantially in the forms attached as Exhibit A and Exhibit B hereto, (i) closing Affected Debtors' cases, and (ii) granting such other and further relief as the Court may deem proper.

Dated: March 4, 2009

Respectfully submitted,

THE ORIUS LIQUIDATION TRUST

/s/ Timothy W. Brink
One of Its Attorneys

Forrest B. Lammiman
Timothy W. Brink
Ann Marie Bredin
DLA Piper LLP (US)
203 N. LaSalle Street
Chicago, Illinois 60601
Tel: (312) 368-6801
Fax: (312) 251-5708
Forrest.Lammiman@dlapiper.com
Timothy.Brink@dlapiper.com
Ann.Bredin@dlapiper.com